



**IT IS HEREBY ADJUDGED and DECREED that the below described is SO ORDERED.**

**Dated: May 31, 2024.**

  
**SHAD M. ROBINSON**  
**UNITED STATES BANKRUPTCY JUDGE**

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**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE WESTERN DISTRICT OF TEXAS  
AUSTIN DIVISION**

In re:	§	Chapter 11, Subchapter V
	§	
P3 PURE LLC,	§	Case No. 24-10532
	§	
Debtor.	§	

**AMENDED FIRST INTERIM ORDER AUTHORIZING DEBTOR TO USE  
CASH COLLATERAL ON EMERGENCY BASIS**

The Court, having reviewed the pleading finds that a need exists to order the relief herein on an interim basis and that it is in the best interest of the Debtor, the Debtor's estate, and Debtor's creditors to authorize the interim use of cash collateral. Use of cash collateral is the only means available to the Debtor to finance its operation and that irreparable harm will result if Debtor is not permitted to use the cash collateral in the amounts set forth in the budget on an interim basis as authorized in this Order. It is accordingly,

ORDERED that the Debtor be authorized to use the cash collateral, including but not limited to, revenue collected in the ordinary course of business, through June 1, 2024 in accordance

with the provisions in the budget (See Exhibit “A”), for any budgeted item that is due and payable before June 1, 2024. Debtor is authorized a 5% deviation from the Budget without further order of this Court, and it is

FURTHER ORDERED that as adequate protection for the use of Cash Collateral, Montgomery Capital Partners III, LP is hereby granted replacement liens (the “Replacement Liens”) on all post-petition cash collateral and post-petition acquired property to the same extent and priority they possessed as of the Petition Date, it is

FURTHER ORDERED the holders of allowed secured claims with a perfected security interest in Cash Collateral, if any, as that term is defined in the Code, shall be entitled to a replacement lien in post-petition accounts receivable, contract rights, and deposit accounts to the same extent allowed and in the same priority as those interests held as of the Petition Date, it is

FURTHER ORDERED that notwithstanding any limitations included in this Order, this Order is without prejudice to: (a) any subsequent request by a creditor of the Debtor for modified adequate protection or restriction on cash collateral; (b) a creditor’s right to object to impermissible use of cash collateral; and (c) any other right or remedy which may be available to a creditor of the Debtor. It is

FURTHER ORDERED that the Replacement Lien will not attach to Chapter 5 actions of the Debtor or the proceeds of the recovery upon such actions; it is

FURTHER ORDERED that this Order is not and shall not be construed as determinative as to whether or not any secured creditor has a valid lien on any property of the Debtor or its estate and is not and shall not be construed as determinative as to the extent, priority or amount of any secured claim associated with such lien; it is

FURTHER ORDERED that nothing in this Order shall in any way constitute: (a) a finding of complete adequate protection of the interests of any creditor of Debtor or the lack thereof; (b) an agreement, consent, or acquiescence to the terms of any plan of reorganization by virtue of any term or provision of this order; (c) a preclusion or waiver to assert any other rights, remedies, or defenses available to any creditor of the Debtor to respond to any motion, application, proposal, or other action, all such rights, remedies, defenses, and opportunities to respond being specifically reserved by the Debtor's creditors; or (d) a preclusion, waiver, or modification of any rights or remedies that the Debtor's creditors have under applicable law. Nothing herein contained shall prejudice the right of the Debtor's creditors to seek modification, extension, or termination of this Order. It is

FURTHER ORDERED that notwithstanding Bankruptcy Rule 6004(h), the terms and conditions of this Order shall be immediately effective and enforceable upon its entry; and it is

FURTHER ORDERED that this Court shall retain jurisdiction with respect to all matters arising from or relating to the implementation, enforcement and/or interpretation of this Order; and it is

FURTHER ORDERED that a second hearing will be held on June 5, 2024 at 11:00 a.m., for Debtor's interim order authorizing use of cash collateral, via Webex at <https://us-courts.webex.com/meet/Robinson> Call-in number: 650-479-3207 Access Code: 2305 533 7827.

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<b>Pretty Frank - Cash Flow Forecast</b>	1	2	1+2	1+2	3	4	5
	Forecast	Forecast	Forecast	Actual	Forecast	Forecast	Forecast
week ended:	5/14-5/18	25-May	5/14-25/24	5/14-25/24	1-Jun	8-Jun	15-Jun
<b>Beginning Cash Balance</b>	<b>\$30,520</b>	<b>\$36,773</b>	<b>\$30,520</b>	<b>\$31,966</b>	<b>\$39,011</b>	<b>\$20,048</b>	<b>\$28,772</b>
<b>CASH RECEIPTS</b>							
<b><u>Ecommerce</u></b>							
Shopify	\$8,000	\$8,000	\$16,000	\$15,651	\$8,000	\$8,000	\$8,000
PayPal							
Walmart							
Amazon							
<b><u>Distribution / Retail / Wholesale</u></b>							
Lotus Light						\$30,650	
Wholesale General	\$250	\$250	\$500	\$0	\$250	\$250	\$250
<b>TOTAL CASH RECEIPTS</b>	<b>\$8,250</b>	<b>\$8,250</b>	<b>\$16,500</b>	<b>\$15,651</b>	<b>\$8,250</b>	<b>\$38,900</b>	<b>\$8,250</b>
<b>CASH DISBURSEMENTS</b>							
<b><u>Owner Compensation &amp; Insurance</u></b>	<b>\$0</b>	<b>\$2,100</b>	<b>\$2,100</b>	<b>\$0</b>	<b>\$9,665</b>	<b>\$0</b>	<b>\$2,100</b>
Amy Perez					\$7,565		
United Health Care		\$1,900	\$1,900		\$1,900		\$1,900
Sun Life Financial		\$200	\$200		\$200		\$200
<b><u>Consulting Services</u></b>	<b>\$0</b>	<b>\$5,070</b>	<b>\$5,070</b>	<b>\$0</b>	<b>\$4,360</b>	<b>\$2,500</b>	<b>\$2,570</b>
Nicolas Gutierrez		\$1,250	\$1,250		\$560	\$1,250	
Danica Matulis- Marketing Stack LLC		\$1,000	\$1,000		\$1,000		\$1,000
Gina Simmons		\$1,570	\$1,570		\$1,570		\$1,570
William Sizemore		\$1,250	\$1,250		\$480	\$1,250	
Kate Newton			\$0		\$750		
<b><u>eCommerce &amp; Mkt</u></b>	<b>\$0</b>	<b>\$5,311</b>	<b>\$5,311</b>	<b>\$0</b>	<b>\$0</b>	<b>\$5,000</b>	<b>\$0</b>
Google							
EPA Marketing LLC		\$5,311	\$5,311	\$0		\$5,000	
<b><u>Supplier</u></b>	<b>\$0</b>	<b>\$6,790</b>	<b>\$6,790</b>	<b>\$5,000</b>	<b>\$10,375</b>	<b>\$10,715</b>	<b>\$10,530</b>
AOA Products, LLC		\$5,000	\$5,000	\$5,000	\$5,000	\$5,000	\$5,000
Balpack, Inc.							
Bayville Chemical							
Belmark, Inc.				\$0	\$500	\$500	\$500
Brenntag Southwest, Inc.							
Carillon Green							
Ciranda Inc.							
Container & Packaging Supply		\$25	\$25	\$0	\$25	\$25	\$25
Custom Paper Tubes							
Distribupack		\$1,580	\$1,580	\$0	\$4,740	\$1,580	\$1,580
Eden Botanicals					\$110	\$110	\$110
Garrison Minerals, LLC						\$400	\$400
Integrity Ingredients Corporation							
Intrapac Canada Corporation							
Jedwards International						\$650	\$650
Starwest Botanicals		\$185	\$185	\$0		\$185	
The Lebermuth Company							
Toprint Printing (Shenzhen) Co.Ltd.							
Univar Solutions						\$265	\$265
Misc Supplier - fulfill raw materials						\$2,000	\$2,000
<b><u>Recurring Subscriptions</u></b>	<b>\$1,337</b>	<b>\$0</b>	<b>\$1,337</b>	<b>\$1,162</b>	<b>\$560</b>	<b>\$4,306</b>	<b>\$144</b>
Helium					\$89		
Intuit						\$298	
Gorgias						\$96	
TaxJar						\$782	
Authorize.net						\$25	
Bill.com							\$144
Shopify						\$2,759	
Box Inc						\$141	
Microsoft						\$184	
Appraver	\$172		\$172	\$0	\$172		
Klaviyo	\$1,165		\$1,165	\$1,162			
Fishbowl					\$299		
GoDaddy						\$22	
<b><u>Misc</u></b>	<b>\$660</b>	<b>\$1,660</b>	<b>\$2,320</b>	<b>\$2,444</b>	<b>\$2,252</b>	<b>\$1,640</b>	<b>\$1,640</b>
Other vendors		\$1,000	\$1,000	\$0	\$1,000	\$1,000	\$1,000
American Packaging Capital Inc.				\$1,337			
Travis County Tax Office							
<b>Sales Tax Payments</b>	<b>\$660</b>	<b>\$660</b>	<b>\$1,320</b>	<b>\$1,107</b>	<b>\$1,252</b>	<b>\$640</b>	<b>\$640</b>
<b><u>Critical Vendor Payments</u></b>							
Independent Contractors						\$4,030	
Suppliers						\$5,000	\$5,000
<b><u>Professional Fees</u></b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$0</b>	<b>\$1,500</b>	<b>\$0</b>
US Trustee Payments							
sub V Trustee fees						\$1,500	
Akerman							
Harney Partners							
<b>TOTAL CASH DISBURSEMENTS</b>	<b>\$1,997</b>	<b>\$20,931</b>	<b>\$22,928</b>	<b>\$8,606</b>	<b>\$27,212</b>	<b>\$30,176</b>	<b>\$19,485</b>
<b>ENDING CASH BALANCE</b>	<b>\$36,773</b>	<b>\$24,092</b>	<b>\$24,092</b>	<b>\$39,011</b>	<b>\$20,048</b>	<b>\$28,772</b>	<b>\$17,537</b>

note: the Forecast for Week Ended 6/1/24 disbursements highlighted in Orange are delayed payments from the 2 weeks from 5/14-25/24.

The American Capital Cash Disb of \$1,337 was debited from account in error. Attempting to reverse charge.

Critical Vendor Payments to Independent Contractors (work performed pre-petition): Subject to Court approval to authorize but not required to pay these amounts.

Critical Vendor Payments to P3 Suppliers: Subject to Court approval to authorize but not required to pay these amounts.